

1 Colin H. Murray (State Bar No. 159142)
2 colin.murray@bakermckenzie.com
3 Teresa H. Michaud (State Bar No. 296329)
4 teresa.michaud@bakermckenzie.com
5 **BAKER & MCKENZIE LLP**
6 Two Embarcadero Center, 11th Floor
7 San Francisco, CA 94111
8 Telephone: +1 415 576 3000
9 Facsimile: +1 415 576 3099

10 W. Barton Rankin (*Admitted Pro Hac Vice*)
11 w.rankin@bakermckenzie.com
12 **BAKER & MCKENZIE LLP**
13 2300 Trammell Crow Center
14 2001 Ross Avenue
15 Dallas, Texas 75201
16 Telephone: +1 214 978 3000
17 Facsimile: +1 214 978 3099

18 Attorneys for Plaintiff
19 Lilith Games (Shanghai) Co. Ltd.

20
21
22
23
24
25
26
27
28
UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

17 Lilith Games (Shanghai) Co. Ltd.,

Case No. 15-cv-01267-SC

18 Plaintiff,

**DECLARATION OF ZHANG ZHENXIN
IN SUPPORT OF PLAINTIFF'S MOTION
FOR PRELIMINARY INJUNCTION**

19 v.

20 uCool, Inc. and uCool Ltd., [Fed. R. Civ. P. 65]

21 Defendants.
22 Date: June 26, 2015
23 Time: 10:00 a.m.
Courtroom: 1, 17th Floor
Before: The Hon. Samuel Conti

1
2 1. My name is Zhang Zhenxin, and I am over the age of twenty-one (21) years, of sound
3 mind, and fully competent to testify in this cause.

4 2. I am the head of client-side game development at Lilith Games (Shanghai) Co. Ltd.
5 (“Lilith”). In that role, I was involved in and have personal knowledge of the development of
6 Lilith’s game Dao Ta Chuan Qi in Chinese (literally meaning “the legend of sword and tower”)
7 (“Sword and Tower”), including the creation of the source code embodied therein. I am also
8 familiar with the number of employees that have worked to draft the source code in Sword and
9 Tower, as well as Lilith’s efforts to maintain that code as confidential. As a result, I have personal
10 knowledge that all facts set forth in this declaration are true and correct.

11 3. Sword and Tower was developed by Lilith’s founders and employees from
12 approximately January 2013 to its launch in China on December 25, 2013, and its release on the
13 Apple App Store on February 25, 2014. During the development process, Lilith’s employees
14 determined the rules that would govern the game. An example of those rules would be the damages
15 meter for the heroes and monsters, how a player would obtain rewards, how a player would advance
16 in the game, and how different areas would be unlocked for access by the player. Lilith’s employees
17 also graphically designed the scenes and characters included in Sword and Tower.

18 4. Lilith’s employees were also responsible for authoring the source code that
19 implements Lilith’s development of Sword and Tower. To create the game and implement Lilith’s
20 development efforts, Lilith’s programmers authored approximately 240,000 lines of code written in
21 the programming language Lua. That code originally authored by Lilith’s employees is separate
22 from the other code that is included in Sword and Tower, which is open source or otherwise publicly
23 available. For example, when Sword and Tower is downloaded from the App Store, the download
24 package contains three parts: (1) the game written by Lilith in Lua; (2) the open-source engine
25 Cocos2d-x, of which there is approximately 1,737,487 lines of source code; and (3) the SDK
26
27
28

1

2 provided by Apple.

3 5. In writing software code, there are a number of different ways in which the code can
 4 be created. Thus, the code authored by Lilith's employees in Lua is considered to be Lilith's
 5 original and confidential business information. Lilith has always maintained its software code
 6 authored for Sword and Tower as confidential. As of the date of this declaration, only 21 employees
 7 have had access to Lilith's source code embodied in Sword and Tower, and 19 of those employees
 8 are still currently employed full-time with Lilith. Of the two employees that are no longer with the
 9 company, one was a co-founder of Lilith. He left Lilith approximately two months after Lilith was
 10 founded and before the vast majority of the source code from Sword and Tower was authored.
 11 Further, he knew at all times that the source code being developed by Lilith constituted propriety and
 12 confidential information.

13 6. The other former employee that had a password to access Lilith's source code only
 14 worked with Lilith for one month in 2014. In addition to only being there a very short time, that
 15 employee also signed an employment agreement that contained a confidentiality clause, expressly
 16 prohibiting the disclosure Lilith's source code or other proprietary information to any third party.
 17 Similarly, each of the other 19 employees that have had access to Lilith's source code and are still
 18 employed by Lilith have signed confidentiality agreements. Those agreements each expressly
 19 prohibit the applicable employee from, among other things, disclosing Lilith's source code to anyone
 20 outside of Lilith. Those agreements also make clear that any source code drafted during the course
 21 of their employment with Lilith constitutes the exclusive property of and is owned entirely by Lilith.
 22

23 7. Lilith has at no time engaged sub or independent contractors to create the source code
 24 embodied in Sword and Tower.

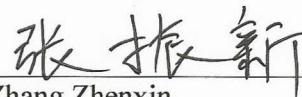
25 8. The source code created by Lilith's employees has all times been maintained on a
 26 secure password-protected system. In particular, Lilith maintains its source code on a system called

1
2 “P4.” Using the P4 system, Lilith’s software code cannot be accessed without employee-specific
3 credentials. The credentials necessary to access the P4 system have only been given to the
4 employees mentioned above, and again, those employees were prohibited from distributing those
5 credentials to any third party or even any other Lilith employee.
6
7
8
9

10 [REMAINDER OF THE PAGE INTENTIONALLY LEFT BLANK]
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

1
2
3 Under the laws of the United States, I declare under the penalty of perjury that the foregoing
4 is true and correct.
5

6 Dated 2015-5-4
7


Zhang Zhenxin
Lilith Games (Shanghai) Co., Ltd.

9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28